

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

### FORM D

# NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

5/11/94

OMB APPROVAL

OMB Number: 3235-0076

Expires: May 31, 2005 Estimated average burden

hours per response..

SEC USE ONLY



Name of Offering ( check if this is an amendment and name has changed, and indicate change.) USA Loan Fund I, DST		06048666
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule Type of Filing: New Filing Amendment	506 Section 4(6)	ULOE
A. BASIC IDENTIFICATION DATA		
Enter the information requested about the issuer		
Name of Issuer ( check if this is an amendment and name has changed, and indicate change.) USA Loan Fund I, DST		
Address of Executive Offices (Number and Street, City, State, Zip Code) Five Financial Plaza, Suite 105, Napa, CA 94558	Telephone Number (Including (800) 611-1160	ng Area Code)
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including	ng Area Code)
Brief Description of Business Funding a secured loan to a limited liability company for the purchase of real proper	erty.	PROCE
Type of Business Organization  corporation  business trust  limited partnership, already formed  limited partnership, to be formed	other (please specify):	E THOMS
Actual or Estimated Date of Incorporation or Organization:    Month   Year		FINANC
GENERAL INSTRUCTIONS		
Federal: Who Must File: All issuers making an offering of securities in reliance on an exemption under Re 15 U.S.C. 77d(6).	egulation D or Section 4(6), 17 (	CFR 230.501 et seq. or
When to File: A notice must be filed no later than 15 days after the first sale of securities in the or Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at after the date on which it is due, on the date it was mailed by United States registered or certified	the address given below or, if r	
Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, I	D.C. 20549	
Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be must be photocopies of the manually signed copy or bear typed or printed signatures.	manually signed. Any copies r	not manually signed
Information Required: A new filing must contain all information requested. Amendments need of changes thereto, the information requested in Part C, and any material changes from the information Appendix need not be filed with the SEC.		
Filing Fee: There is no federal filing fee.		
State: This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with are to be, or have been made. If a state requires the payment of a fee as a precondition to the clair accompany this form. This notice shall be filed in the appropriate states in accordance with state this notice and must be completed.	the Securities Administrator in me for the exemption, a fee in the	each state where sales proper amount shall
ATTENTION		
Failure to file notice in the appropriate states will not result in a loss of the federal appropriate federal notice will not result in a loss of an available state exemption to filing of a federal notice.		

SEC 1972 (6-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

1 of 9



#### A. BASIC IDENTIFICATION DATA 2. Enter the information requested for the following: · Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer; Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and · Each general and managing partner of partnership issuers. General and/or ☐ Executive Officer ☐ Director ☑ Promoter ☐ Beneficial Owner Check Box(es) that Apply: . Managing Partner Full Name (Last name first, if individual) U.S. Advisor, LLC Business or Residence Address (Number and Street, City, State, Zip Code) Five Financial Plaza, Suite 105, Napa, CA 94558 ☐ Beneficial Owner □ Executive Officer □ Director ☐ General and/or □ Promoter Check Box(es) that Apply: Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) ☐ Executive Officer ☐ Director General and/or ☐ Beneficial Owner Promoter Check Box(es) that Apply: Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) ☐ Executive Officer ☐ Director ☐ General and/or □ Promoter ☐ Beneficial Owner Check Box(es) that Apply: Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Check Box(es) that Apply: □ Promoter ☐ Beneficial Owner □ Executive Officer ☐ Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) □ Executive Officer ☐ Director General and/or Promoter ■ Beneficial Owner Check Box(es) that Apply: Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) ☐ General and/or □ Director ☐ Beneficial Owner ■ Executive Officer Check Box(es) that Apply: ☐ Promoter Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code)

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

1 Haeth	e issuer sol	ld or does	the issuer i	ntend to se	ell, to non-	accredited	investors i	this offeri	ng?		Yes	No ⊠	
i. Has tir	e issuei soi	iu, or does				x, Column							
2. What	is the minit	mum inves	tment that	will be acc	epted from	any indiv	idual?	•••••			\$ 100,000*		
2. D				in af a ain	ala umit?						Yes . ⊠	No □	
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comm offering and/or	ission or si ng. If a pei r with a sta	ation reque imilar remurson to be late or states ns of such	ineration for isted is an , list the na	or solicitate associated me of the	ion of pure person or a broker or d	hasers in c agent of a l lealer. If m	onnection v proker or de ore than five	with sales c ealer regist e (5) perso	of securities ered with the ons to be lis	in the ne SEC ted are			
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<sup>\*</sup>A smaller amount may be accepted by the company, in its sole discretion.

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1. Has th	ie issuer so	ld, or does	the issuer i	ntend to se	ell, to non-a	accredited i	investors in	ı this offeri	ng?		Yes	No ⊠
		,			n Appendi:							
2 W/hat	ic the mini	mum inves									\$ 100.00	0*
Z. What	is the minn	· ·	tinent that	will be acc	cptca from	any marvi		•••••••••				
3. Does	the offering	g permit jo	int ownersh	nip of a sin	gle unit?						Yes ⊠	No □
comn offeri and/o	the information or sing. If a peor with a stated perso	imilar remonstrated in its in its image in i	ineration for isted is an , list the na	or solicitati associated me of the	ion of purcl person or a broker or d	hasers in co agent of a b ealer. If mo	onnection voroker or de oroker or de ore than fiv	with sales of ealer register e (5) perso	f securities ered with t ns to be lis	in the he SEC ited are		
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<sup>\*</sup>A smaller amount may be accepted by the company, in its sole discretion.

	Yes	No
1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?		$\boxtimes$
Answer also in Appendix, Column 2, if filing under ULOE.		
2. What is the minimum investment that will be accepted from any individual?	\$ 100,000	*
	Yes	No
3. Does the offering permit joint ownership of a single unit?	$\boxtimes$	
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.		
Full Name (Last name first, if individual)  Demera, Gary		
Business or Residence Address (Number and Street, City, State, Zip Code) 700 Airport Blvd. Suite 410, Birlingame, CA 94010		
Name of Associated Broker or Dealer		
Sloan Securities Corp.		
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)	. 🔲 All	States
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Full Name (Last name first, if individual) Fitzgerald, Kevin		
Business or Residence Address (Number and Street, City, State, Zip Code)		
Five Financial Plaza, Suite 216, Napa, CA 94558		
Name of Associated Broker or Dealer U.S. Select Securities		
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)	🔲 All	States
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Full Name (Last name first, if individual)		
Marcus, Mathew		
Business or Residence Address (Number and Street, City, State, Zip Code)		
1851 E. First St Suite 900, Santa Ana, CA 92705		
1851 E. First St Suite 900, Santa Ana, CA 92705  Name of Associated Broker or Dealer		
1851 E. First St Suite 900, Santa Ana, CA 92705  Name of Associated Broker or Dealer  Synergy Investment Group, LLC  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers		l States
Name of Associated Broker or Dealer Synergy Investment Group, LLC  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)		l States
Name of Associated Broker or Dealer Synergy Investment Group, LLC  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)  [AL] [AK] [AZ] [AR] [CO] [CT] [DE] [DC] [FL] [GA]		
Name of Associated Broker or Dealer Synergy Investment Group, LLC  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)	[HI]	[ID]
Name of Associated Broker or Dealer Synergy Investment Group, LLC  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)  [AL] [AK] [AZ] [AR] [CO] [CT] [DE] [DC] [FL] [GA] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN]	[HI] [MS]	[ID] [MO]

3. Does the offering permit joint ownership of a single unit?	No
3. Does the offering permit joint ownership of a single unit?	No .
3. Does the offering permit joint ownership of a single unit?	No .
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Full Name (Last name first, if individual)  Tapinekis, George  Business or Residence Address (Number and Street, City, State, Zip Code)  15 South Bayles Avenue, Port Washington, NY 11050  Name of Associated Broker or Dealer  First Montauk Securities Corp.  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)	
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Full Name (Last name first, if individual) Tapinekis, George  Business or Residence Address (Number and Street, City, State, Zip Code) 15 South Bayles Avenue, Port Washington, NY 11050  Name of Associated Broker or Dealer First Montauk Securities Corp.  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)	
Tapinekis, George  Business or Residence Address (Number and Street, City, State, Zip Code)  15 South Bayles Avenue, Port Washington, NY 11050  Name of Associated Broker or Dealer  First Montauk Securities Corp.  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI]  [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS]  [MT] [NE] [NV] [NH] [NJ] [NM] [NC] [ND] [OH] [OK] [OR]  [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY]  Full Name (Last name first, if individual)  Stringer, Larry  Business or Residence Address (Number and Street, City, State, Zip Code)  3313 S. Packerland Drive, Suite E, Depere, WI 54115  Name of Associated Broker or Dealer  KCD Financial, Inc.	
Business or Residence Address (Number and Street, City, State, Zip Code)  15 South Bayles Avenue, Port Washington, NY 11050  Name of Associated Broker or Dealer First Montauk Securities Corp.  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)	
Name of Associated Broker or Dealer First Montauk Securities Corp.  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)	
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(Check "All States" or check individual States)  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MT] [NE] [NV] [NH] [NJ] [NM] [NI] [NC] [ND] [OH] [OK] [OR] [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY]  Full Name (Last name first, if individual) Stringer, Larry  Business or Residence Address (Number and Street, City, State, Zip Code) 3313 S. Packerland Drive, Suite E, Depere, WI 54115  Name of Associated Broker or Dealer KCD Financial, Inc.	
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Full Name (Last name first, if individual) Stringer, Larry  Business or Residence Address (Number and Street, City, State, Zip Code) 3313 S. Packerland Drive, Suite E, Depere, WI 54115  Name of Associated Broker or Dealer KCD Financial, Inc.	[MO] [PA] [PR]
Stringer, Larry  Business or Residence Address (Number and Street, City, State, Zip Code)  3313 S. Packerland Drive, Suite E, Depere, WI 54115  Name of Associated Broker or Dealer  KCD Financial, Inc.	
Business or Residence Address (Number and Street, City, State, Zip Code) 3313 S. Packerland Drive, Suite E, Depere, WI 54115  Name of Associated Broker or Dealer KCD Financial, Inc.	
Name of Associated Broker or Dealer KCD Financial, Inc.	
KCD Financial, Inc.	
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Full Name (Last name first, if individual) Fratesi, Robert	
Business or Residence Address (Number and Street, City, State, Zip Code)	
775 Ridge Lake Blvd., Suite 150, Memphis, TN 38120  Name of Associated Broker or Dealer	
Private Consulting Group, Inc.	
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*A smaller amount may be accepted by the company, in its sole discretion.	

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2. What	is the mini	mum inves	tment that	will be acc	cepted from	any indiv	idual?	••••••	••••••		\$ 100,00	10*
3. Does	the offering	g permit jo	int ownersh	nip of a sin	igle unit?						Yes . ⊠	No
comn offeri and/o	the inform nission or s ing. If a per or with a sta ciated perso	imilar remi rson to be l te or states	uneration for listed is an list the na	or solicitat associated me of the	ion of purc person or a broker or d	hasers in c agent of a lealer. If m	onnection on the connection of	with sales of ealer regist ve (5) perso	of securitie ered with t ons to be lis	s in the he SEC sted are		
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	ss or Reside		ss (Number	r and Stree	et, City, Sta	te, Zip Coo	de)	<del></del>				<del> </del>
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	of Associate nnAllen F											
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	eck "All St	ates" or ch	eck individ	ual States)								1 States
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	odes, Gressid		ss (Numbe	r and Stree	et City Sta	ate 7in Co	de)			<del></del>	<del></del>	
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	alton and A			rited or Int	tends to Sal	licit Durch	acerc	·				<del></del>
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<sup>\*</sup>A smaller amount may be accepted by the company, in its sole discretion.

											Yes	No
1. Has the	e issuer sole	d, or does t	he issuer in	ntend to se	ll, to non-a	ccredited i	nvestors in	this offerir	ıg?			$\boxtimes$
1. 1100		,	Ans	wer also ii	n Appendix	c, Column	2, if filing u	ınder ULO	E.			
2 What :	is the minin	oum invest	ment that v	will be acco	ented from	any indivi	dual?				\$ 100,000	)*
Z. What i	is the mann	nam mvoor				•					Yes	No
3 Does t	the offering	permit joi	nt ownersh	ip of a sing	gle unit?						$\boxtimes$	
	the informa											
offeri	the informatission or sing. If a per with a stated persort	milar remurson to be li	neration for sted is an a	or solicitati associated me of the b	on of purci person or a proker or de	nasers in co agent of a b ealer. If mo	roker or de ore than five	aler registe e (5) person	red with the	e SEC ed are		
	ne (Last nar		individual)									
Chir	gwin, Pau	1		1 Ct t	City Stat	a Zin Cod	-					
Business 340	or Resider N. Main S	ice Address Street, Suit	s (Number te 210, Pl	and Street ymouth, I	, City, Stat MI 48170	e, Zip Cou	·				<u> </u>	
	Associated											
Gun	mAllen Fi	nancial, Ir	nc.									
States in	Which Per ck "All Sta	rson Listed tes" or che	Has Solici ck individu	ited or Inte	nds to Soli	cit Purchas	ers			•••••	🔲 All	States
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	me (Last na Ison, Cliff		individual									
Busines	ss or Reside	ence Addres aza, Suite	ss (Numbe 140, Irvin	r and Streete, CA 92	et, City, Sta 618	te, Zip Coo	ie)					
	of Associate											
	vate Cons											
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Tì	hompson,	Roxanne										
Busine 45	ess or Resid	lence Addre Brook Roa	ess (Numbo id, Ste 10	er and Stre 0, McMu	et, City, St rray, PA 1	ate, Zip Co 5317	ode)					
Name	of Associa	ted Broker	or Dealer									
	id Atlanti											
States (C	in Which I Theck "All S	Person Liste States" or ch	ed Has Soli neck indivi	dual States	s)	Purch	asers					Il States
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<sup>\*</sup>A smaller amount may be accepted by the company, in its sole discretion.

1 Has the	issuer solo	i. or does t	he issuer ir	itend to se	ll, to non-a	ccredited in	nvestors in	this offerir	ıg?		Yes	No ⊠
		<b>-, -</b>					2, if filing t					
2 3375-44	s the minin	um invact	ment that v	vill be acce	ented from	any individ	dual?				\$ 100,000	)*
2. What i	s the minu	iuiti ilivesi	incin mai v	VIII OC BOOK	piod moin						Yes	No
3. Does t	he offering	permit joi	nt ownersh	ip of a sing	gle unit?			•••••			⊠	
offerin	the informatission or sing. If a per with a stated persor	milar remu son to be li	neration for isted is an a list the nat	r solicitations r sociated in the base of	on of purch person or a proker or de	nasers in co gent of a b ealer. If mo	onnection w roker or de ore than five	aler registe e (5) persor	red with the ns to be list	e SEC ed are		
	e (Last nar		individual)									
	or Residen		s (Number	and Street	City, State	e, Zip Code	e)					
549	East Pass	Road, Su	ite N, Gul	fport, MS	39507							
	Associated											
	ey Conce											
States in (Che	Which Per ck "All Sta	son Listed tes" or che	Has Solici ck individu	ted or Inter al States)	nds to Soli	cit Purchas	ers	•••••			🗌 All	States
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	s or Reside S. Tenne						le)		· · · · · · · · · · · · · · · · · · ·			
	f Associate											
	nbridge Ir											
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[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND] [WA]	[OH] [WV]	[OK] [WI]	[OR] [WY]	[PA] [PR]
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Busine	ss or Resid	ence Addre			et, City, St	ate, Zip Co	de)					
	of Associat			90301	<u> </u>			· · · · ·		<del></del>		
Fi	rst Montai	ık Securit	ies Corp			· · · · · · · · · · · · · · · · · · ·						
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[MT]	[NE]	[NV]	[NH]	[N]]	[MM]	[NY]	[NC]	[ND]	(OH)	[OK]	[OR] [WY]	[PA] [PR]
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<sup>\*</sup>A smaller amount may be accepted by the company, in its sole discretion.

	he issuer solo	l or does t	he iccuer in	tend to sel	l to non-a	ccredited in	vestors in	this offerin	g?		Yes	No
I. Has t	ne issuer sok	i, or does t	Ans	wer also ir	n Appendix	. Column 2	2, if filing u	nder ULO	E.			
											\$ 100.000	)*
2. What	t is the minin	num invest	ment that w	vill be acce	eptea from	any individ	Iuai :		••••••	••••••		
											Yes ⊠	No □
	the offering										. 63	
offer	r the informa mission or si ring. If a per or with a stat ciated persor	milar remu son to be li	neration fo isted is an a	r solicitations ssociated in the of the b	on of purch person or a proker or de	nasers in co gent of a b ealer. If mo	nnection w roker or de re than five	aler registe e (5) persor	red with the red be list	e SEC ed are		
	me (Last nar	ne first, if	individual)									
	abek, John	4.11	- Olasakan	and Street	City State	a Zin Code						
Busine:	ss or Resider 08 E Broad	way Rd!	s (Number Ste. 105, 7	and Sireer	, Chy, Stati Z 85252	c, Zip Cou	•)					
	of Associated											
	lton & Asse											
States (Cl	in Which Per neck "All Sta	rson Listed tes" or che	Has Solici ck individu	ted or Inte	nds to Soli	cit Purchas	ers		•••••		🔲 All	States
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[MT]	[NE]	[NV]	[NH]	[NJ]	[MM]	[NY] [VT]	[NC] [VA]	[ND] [WA]	[OH] [WV]	[OK] [WI]	[OR] [WY]	[PR]
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L	lame (Last na ebold, C. G	reg										
Busin 2	ess or Reside 608 NE 69t	ence Addre h Street, C	ss (Number Gladstone,	r and Stree MO 641	t, City, Sta 19-1129	te, Zip Coo	le) 					
	of Associate			_								
	ambridge I								<del></del>			
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[MT]		[NV]	[NH] [TN]	[LN] [TX]	[MM] [TU]	[NY] [VT]	[NC] [VA]	[ND] [WA]	[WV]	[WI]	[WY]	[PR]
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	ness or Resid 5400 Glenw						acj					
	ne of Associa			,								
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[RI]		[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

<sup>\*</sup>A smaller amount may be accepted by the company, in its sole discretion.

Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?											Yes	No ⊠
								under ULO				
2. What i	s the minin	num invest	ment that v	vill be acc	epted from	any indivi	dual?	•••••			\$ 100,000	)*
3 Does t	he offering	nermit ioi	nt ownersh	ip of a sing	gle unit?						Yes ⊠	No □
4. Enter commoffering	the informa ission or sing. If a per with a stat ated person	tion reque milar remu son to be l	sted for each meration for isted is an a	ch person ver solicitations of the leading to the l	who has be on of purch person or a proker or de	en or will t nasers in co gent of a b ealer. If mo	oe paid or gonnection voroker or de oroker or de ore than fiv	given, direct with sales of caler register e (5) person	tly or indir f securities ered with the ns to be lis	ectly, any in the ne SEC ted are		
	ne (Last nar ins, Craig	ne first, if	individual)									
	or Residen South Ore				, City, State	e, Zip Cod	e)					
Name of	Associated	Broker or	Dealer									
	bridge In				- 1- t- C-1:	-: A Demahas					·	
States in (Che	Which Per ck "All Sta	son Listed tes" or che	Has Solici ck individu	ted or inte ial States)	nas to Som	cit Purchas	ers			***************************************	🔲 All	States
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	W. New H			, Melbou	rne, FL 3	2901						
	n Associate mbridge Ir			, Inc.								
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<sup>\*</sup>A smaller amount may be accepted by the company, in its sole discretion.

				<del></del>					_		Yes	No ⊠
. Has the	issuer sold	, or does th	e issuer in	tend to sel	l, to non-ac	credited in	vestors in 1	this offerin	g?	••••••		<b>\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\tin}\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\tetx{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\tetx{\text{\text{\text{\text{\text{\text{\text{\text{\text{\text{\ti}\}\text{\text{\text{\text{\text{\text{\text{\text{\tex{\tex</b>
							, if filing u					
2. What is	the minim	um investr	nent that w	rill be acce	pted from	any individ	lual?				\$ 100,000	<del>*</del>
											Yes	No
	ne offering										$\boxtimes$	
commi offerin	he informat ssion or sin g. If a pers with a state ated person	nilar remui	neration for sted is an a	r solicitation ssociated p	on of puren person or a roker or de	gent of a bi	roker or dea re than five	aler registe (5) persor	red with thus to be list	e SEC ed are		
	e (Last nam	ne first, if i	ndividual)									
Business	or Residence South Mic	ce Address	(Number	and Street,	City, State	e, Zip Code 604	e) 					
	Associated				-							
Brev	ver Financ	ial Servic	es, LLC							<del></del>		
States in	Which Per	son Listed	Has Solicit	ted or Inter	nds to Solid	cit Purchase	ers				🔲 All	States
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Full Nar	ne (Last na	me first, if	individual	)								
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[MT]	[NE]	[NV]	[NH]	[[NJ]	[NM]	[NY]	[NC]	[ND] [WA]	[OH] [WV]	[OK] [WI]	[OR] [WY]	[PA] [PR]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]		[ [ [ ]	[]	
Full Na	ame (Last n	ame first, i	f individua	ıl)								
Busine	ss or Resid	ence Addre	ess (Numb	er and Stre	et, City, St	ate, Zip Co	ode)					
Name	of Associat	ted Broker	or Dealer	-								
States	in Which F	Person Liste	ed Has Soli	icited or In	tends to So	olicit Purch	asers				🗆 A	Il States
•		[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[AL] [IL]	[AK] [IN]	[AZ] [IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[rn]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	(PA)
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

<sup>\*</sup>A smaller amount may be accepted by the company, in its sole discretion.

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE O	F PROCEEDS		
. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box \( \square\) and indicate in the columns below the amounts of the securities offered for exchange and already exchanged	<b>A</b>		Amount Alegado
Type of Security	Aggregate Offering Price		Amount Already Sold
Debt	\$0	_	5 0
Equity	\$0	_ :	\$0
Common Preferred			
Convertible Securities (including warrants)	\$0		\$ 0
Partnership Interests	\$0		\$0
Other (Specify Individual beneficial interests in the Delaware Statutory Trust)	\$ 20,000,000.00		\$ 4,840,963.57
Total	\$ 20,000,000.00		\$ 4,840,963.57
Answer also in Appendix, Column 3, if filing under ULOE.			
2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."	Number Investors		Aggregate Dollar Amount of Purchases
			\$ 4,840,963.57
Accredited Investors		_	\$ 0
Non-accredited Investors		_	<del></del>
Total (for filings under Rule 504 only)			<b>S</b>
3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C – Question 1.			
	Type of		Dollar Amount Sold
Type of Offering	Security		\$ ~-
Rule 505			\$
Regulation A	···		
Rule 504	···		<u>\$</u>
Total			<del>\$</del>
4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.			
Transfer Agent's Fees			\$0
Printing and Engraving Costs		Ø	\$0
Legal Fees		Ø	\$0
Accounting Fees		$\boxtimes$	\$0
Engineering Fees			\$0
Sales Commission (specify finders' fees separately)		☒	\$ 1,400,000
Other Expenses (identify)		Ø	\$0
The Lands Comments of the Comm		Ø	\$ 1,400,000

	C. OFFERING PRICE, N	SUMBER OF INVESTORS, EXPENSES AND USE	OF F	PROCEEDS		
	and total expenses furnished in response to gross proceeds to the issuer."	offering price given in response to Part C – Ques Part C – Question 4.a. This difference is the "adj			\$ 18,	600,000
	1 Call a second about If the amount	proceeds to the issuer used or proposed to be used for any purpose is not known, furnish an estimate the total of the payments listed must equal the adjuponse to Part C – Question 4.b above.	, 4114			
				Payments to Officers, Directors & Affiliates		Payments To Others
	Salaries and fees		$\boxtimes$	\$0		\$0
					⊠	\$0
		ation of machinery and equipment			⊠	\$0
	Construction or leasing of plant huild	ings and facilities		\$0	⊠	\$0
	Acquisition of other businesses (inclu	ding the value of securities involved in this for the assets or securities of another issuer		\$0	×	\$0
					-	\$0
	Repayment of indebtedness		. 🖂	\$0	- ⊠	\$0
	Other (specify): Make a secured loan			\$0	_ 🛭	\$ 18,600,000
	Column Totals		🗵	\$0		\$ 18,600,000
	Total Payments Listed (column totals			\$ 18,600,000		
		D. FEDERAL SIGNATURE				
		gned by the undersigned duly authorized person. g by the issuer to furnish to the U.S. Securities an by the issuer to any non-accredited investor pursu				
	suer (Print or Type)	Signature		Date		
	SA Loan Fund I, DST	Muhael C. Sayle		9/29/06		
N	ame of Signer (Print or Type)	Title of Signer (Print or Type)				
N	Iichael C. Doyle	Trustee of USA Loan Fund I, DST				

-ATTENTION-

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	E. STATE SIGNATURE									
Is any party described in 17 CFR 230.2 of such rule?	62 presently subject to any of the disqualifica	tion provisions Yes No								
	See Appendix, Column 5, for state respor	ase.								
Form D (17 CFR 239.500) at such time	2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239.500) at such times as required by state law.									
issuer to offerees.										
4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.										
The issuer has read this notification and undersigned duly authorized person.	knows the contents to be true and has duly c	aused this notice to be signed on its behalf by the								
Issuer (Print or Type)	Signature	Date								
USA Loan Fund I, DST	Musch C. Defe	7 /28/06								
Name (Print or Type)	Title (Print or Type)									

Trustee of USA Loan Fund I, DST

#### Instruction:

Michael C. Doyle

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

#### APPENDIX

1								<del></del>		<u>-</u>
Intend to so offering price to non-accredited investors in State (Part B-Izern 1)	1	2					4		under State	ULOE
Number of Accredited Investors   Number of Non-Accredited Investors   Number of Number		to non-acc	credited in State	and aggregate offering price offered in state	amount purchased in State			(if yes, attach explanation of waiver granted) (Part E-Item 1)		
State   Yes   No		(Part B-	item 1)	(ran C-nem i)		(, , , , ,	Number of			
AL	_		<b>N</b> T =			Amount		Amount	Yes	No
AK		<b>-</b>			Investors	Amount	111,031010			
AZ         I         Image: Section of the Delaware Statutory Trust-S20,000,000.00         4         \$305,000.00         0         N/A         Image: Section of the Delaware Statutory Trust-S20,000,000.00         7         \$487,000.00         0         N/A         Image: Section of the Delaware Statutory Trust-S20,000,000.00         5         \$180,000.00         0         N/A         Image: Section of the Delaware Statutory Trust-S20,000,000.00         5         \$180,000.00         0         N/A         Image: Section of the Delaware Statutory Trust-S20,000,000.00         \$180,000.00         0         N/A         Image: Section of the Delaware Statutory Trust-S20,000,000.00         \$180,000.00         0         N/A         Image: Section of the Delaware Statutory Trust-S20,000,000.00         \$180,000.00         0         N/A         Image: Section of the Delaware S20,000,000.00         \$180,000.00         0         N/A         Image: Section of the Delaware S20,000,000.00         \$180,000.00         0         N/A         Image: Section of the Delaware S20,000,000.00         \$180,000.00         0         N/A         Image: Section of the Delaware S20,000,000.00         \$180,000.00         0         N/A         Image: Section of the Delaware S20,000,000.00         \$180,000.00         0         N/A         Image: Section of the Delaware S20,000,000.00         \$180,000.00         0         N/A         Image: Section of the Delaware S20,000,000.00         \$180,000.00		<del> </del>								
AZ						#205 000 00		N/A	-	
AR         □         □         Beneficial interests in the Delaware Statutory Trust-S20,000,000.00         7         \$487,000.00         0         N/A         □         0         0         N/A	AZ			in the Delaware Statutory Trust-	4	\$305,000.00	U	IVA		
CA	AR			· — <del>- ·</del>						
CO	CA		Ø	in the Delaware Statutory Trust-	7	\$487,000.00	0	N/A		
CT         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □	СО		Ø	in the Delaware Statutory Trust-	5	\$180,000.00	0	N/A		Ճ
DE         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □	СТ									
DC	DE									
FL	DC									
GA       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □       □	FL		Ø	in the Delaware Statutory Trust-	8	\$1,050,000.00	0	N/A		⊠
HI	GA	. 0					·			
ID	н									
IN	ID									
IN         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □         □	IL									
IA         □           KS         □           Beneficial interests         1           \$50,000.00         0           N/A         □	<u> </u>									
KS D Beneficial interests 1 \$50,000.00 0 N/A	-	+ =								
Statutory Trust- \$20,000,000.00			Ø	in the Delaware Statutory Trust-	1	\$50,000.00	0	N/A		
KY O O	K	Y 🗆								
LA D D	L	A 🗆								
ME 🗆 🗆	М	ie 🗆								
MD 🗆 🗆	М	a a								
MA O O	М	IA 🗆								

### APPENDIX

1	2		3			4		5 Disquali	fication
	Intend to non-ac investors (Part B-	credited in State	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)			under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
MI		Ø	Beneficial interests in the Delaware Statutory Trust- \$20,000,000.00	1	\$100,000.00	0	N/A		⊠
MN			1						
MS		Ø	Beneficial interests in the Delaware Statutory Trust- \$20,000,000.00	2	\$150,000.00	0	N/A		
МО		⊠	Beneficial interests in the Delaware Statutory Trust- \$20,000,000.00	1	\$100,000	0	N/A		⊠
МТ									
NE									
NV		Ø	Beneficial interests in the Delaware Statutory Trust- \$20,000,000.00	2	\$140,000.00	0	N/A		⊠
NH									
NJ									
NM									
NY		⊠	Beneficial interests in the Delaware Statutory Trust- \$20,000,000.00	1	\$146,369.57	0	N/A		Ø
NC		⊠	Beneficial interests in the Delaware Statutory Trust- \$20,000,000.00	3	\$380,600.00	0	N/A		⊠
ND									
ОН	0	⊠	Beneficial interests in the Delaware Statutory Trust- \$20,000,000.00	6	\$742,994	0	N/A		⋈
ОК									
OR									
PA		Ø	Beneficial interests in the Delaware Statutory Trust- \$20,000,000.00	1	\$100,000	0	N/A		
RI									
sc							<u> </u>		

### APPENDIX

1	Intend to non-ac investors (Part B-	to sell ccredited in State	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)				5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
SD									
TN		⊠	Beneficial interests in the Delaware Statutory Trust- \$20,000,000.00	2	\$225,000.00	0	N/A		⊠
TX		⊠	Beneficial interests in the Delaware Statutory Trust- \$20,000,000.00	3	\$284,000.00	0	N/A		⊠
UT		Ø	Beneficial interests in the Delaware Statutory Trust- \$20,000,000.00	1	\$100,000	0	N/A		⊠
VT									
VA									
WA		Ø	Beneficial interests in the Delaware Statutory Trust- \$20,000,000.00	1	\$200,000	0	N/A		⊠
wv		Ø	Beneficial interests in the Delaware Statutory Trust- \$20,000,000.00	1	\$100,000	0	N/A		⊠
WI									
WY									
PR									